

Hearing Date and Time: April 29, 2020 at 10:00 a.m. (Eastern Time)  
Response Deadline: April 3, 2020 at 4:00 p.m. (Eastern Time)

**THIS OBJECTION SEEKS TO REDUCE CERTAIN FILED OR SUBMITTED BALLOTS.**  
**PARTIES RECEIVING THIS NOTICE OF THE DEBTORS' FOURTEENTH OMNIBUS**  
**OBJECTION TO BALLOTS SHOULD REVIEW THE OMNIBUS OBJECTION TO**  
**DETERMINE IF THEIR NAME(S) AND/OR BALLOT(S) ARE LOCATED IN THE OMNIBUS**  
**OBJECTION, AND/OR THE EXHIBIT ATTACHED THERETO, TO DETERMINE**  
**WHETHER THIS OBJECTION AFFECTS THEIR BALLOT(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT  
DEBTORS' COUNSEL, NEECKAUN IRANI, ESQ., AT (650) 802 3019.**

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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11**  
: :  
**SEARS HOLDINGS CORPORATION, et al.** : **Case No. 18-23538 (RDD)**  
: :  
**Debtors.<sup>1</sup>** : **(Jointly Administered)**  
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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**NOTICE OF HEARING ON DEBTORS' FOURTEENTH OMNIBUS OBJECTION TO  
BALLOTS (NO LIABILITY BALLOTS)**

**PLEASE TAKE NOTICE** that, on March 13, 2020, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Fourteenth Omnibus Objection to Ballots (No Liability Ballots)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

**PLEASE TAKE FURTHER NOTICE** that the Objection requests that the Bankruptcy Court reduce one or more ballots (the “**Ballots**”) listed on **Exhibit A** annexed hereto, on the ground(s) that the Debtors have no liability under such Ballot because for such Ballot: The Debtors’ books and records do not indicate liability for the amount set forth on the Ballot, and Debtors believe each Claimant (as defined herein) only holds a valid administrative expense claim for the amount set forth on **Exhibit A**.

**ANY BALLOT THAT THE BANKRUPTCY COURT REDUCES  
WILL BE TREATED AS IF IT HAD NOT BEEN FILED OR  
SUBMITTED AND YOU WILL NOT BE ENTITLED TO ANY  
DISTRIBUTION ON ACCOUNT THEREOF.**

**PLEASE TAKE FURTHER NOTICE** that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed hereto as **Exhibit B**, shall apply and govern the Objection to the Ballots. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the disallowance and expungement of a Ballot without further notice to the respective Claimant(s).

**PLEASE TAKE FURTHER NOTICE** that, if Claimant does NOT oppose the reduction of its applicable Ballot(s), as listed on **Exhibit A** annexed hereto, then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

**PLEASE TAKE FURTHER NOTICE** that, if Claimant DOES oppose the reduction of its applicable Ballot(s), as listed on **Exhibit A** annexed hereto, then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **April 3, 2020, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

**PLEASE TAKE FURTHER NOTICE** that Response(s) to the Objection, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (i) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)), and (ii) by all other parties-in-interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended**

**Case Management Order”**), so as to be filed with the Bankruptcy Court and received by the parties listed below by or before the Response Deadline.

**PLEASE TAKE FURTHER NOTICE** that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Claim; (iii) a concise statement setting forth the reasons why the Ballot should not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Ballot, to the extent not included with the Ballot previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant’s Response, if different from that presented in the applicable Ballot; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant’s designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Ballot on Claimant’s behalf.

**CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE  
BANKRUPTCY COURT TO DISCUSS THE MERITS OF  
THEIR BALLOTS.**

**PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received in accordance with the *Amended Case Management Order* and the procedures set forth herein. A Response will be deemed timely filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

**PLEASE TAKE FURTHER NOTICE** that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **April 29, 2020, at 10:00 a.m. (Prevailing Eastern Time)** (the “Hearing”). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Ballot(s) that are the subject of such Response. If the Debtors do continue the Hearing with respect to such Ballot(s), then the Hearing on the Objection with respect to such Ballot(s) will be held at a later date. If the Debtors do not continue the Hearing with respect to such Ballot(s), then a Hearing on the Objection will be conducted on the above date.

**PLEASE TAKE FURTHER NOTICE** that if Claimant does not timely file and serve a Response to the Objection with respect to the Ballots listed on **Exhibit A** hereto, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed as **Exhibit B** to the Objection, which order may be entered without further notice or opportunity to be heard.

**PLEASE TAKE FURTHER NOTICE** that, if the Bankruptcy Court does NOT reduce the Ballots listed on Exhibit A hereto, the Debtors retain the right to object on other grounds to the Ballot(s) (or to any other claim(s) Claimant may have filed or submitted) at a later date. Claimant will receive a separate notice of any such objection(s).

**PLEASE TAKE FURTHER NOTICE** that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court's instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court's website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov).

**PLEASE TAKE FURTHER NOTICE** that any responding parties are required to attend the Hearing, and failure to appear may result in relief being granted or denied upon default.

**PLEASE TAKE FURTHER NOTICE** that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>.

Dated: March 13, 2020  
New York, New York

*/s/ Garrett A. Fail*

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**Exhibit A**

**No Liability Ballots**

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
1.	A. Gareleck & Sons, Inc.	182353801042659	\$16,037.36	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
2.	Acustrip Company	182353801043194	\$732.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
3.	A-POWER CORPORATION	182353801017193	\$42,150.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
4.	AIRECO SUPPLY INC	182353801042735	\$10,322.00	\$4,704.63	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
5.	AJ Manufacturing Co Inc	182353801042738	\$21,235.44	\$1,234.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
6.	All American Building Products	182353801042749	\$14,647.75	\$3,751.18	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
7.	Almo Distributing New York, Inc	182353801043220	\$64,229.00	\$35,139.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
8.	AMERICAN DE ROSA LAMPARTS LLC	182353801017288	\$60,075.94	\$2,342.04	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
9.	ANTILLAS SHOE CORP	182353801016716	\$38,478.79	\$33,546.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
10.	ARCHWAY INC	182353801043250	\$45,950.07	\$12,358.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

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In re: Sears Holdings Corporation, et al.  
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Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
11.	Armacost Trane Service Company	182353801043264	\$6,732.29	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
12.	ASPAC DISTRIBUTORS	182353801039944	\$11,509.59	\$5,949.97	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
13.	ATKINS KROLL INC	182353801042881	\$25,120.00	\$5,162.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
14.	ATTENDS HEALTHCARE PRODUCTS INC	182353801014021	\$17,488.00	\$15,264.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
15.	AUTHENTIC WAREHOUSE LLC	182353801016821	\$14,305.59	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
16.	Avery Products Corp	182353801016829	\$6,195.30	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
17.	BALLESTER HERMANOS INC	182353801042828	\$74,882.18	\$56,208.98	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
18.	BASIC FUN INC	182353801014034	\$36,363.84	\$2,624.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
19.	BIOFILM INC	182353801014077	\$11,599.20	\$5,769.12	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
20.	BISCAYNE CONSTRUCTION CO., INC	182353801039980	\$94,429.75	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
21.	BODY SOLID	182353801016413	\$17,835.73	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
22.	BRIGHT STAR MANUFACTURING CO	182353801043309	\$15,678.00	\$804.89	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
23.	Buxton Acquisition Co., LLC	182353801016506	\$84,314.30	\$66,570.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
24.	CALERES INC	182353801016536	\$115,364.30	\$89,888.52	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
25.	CCP NEWCO LLC	182353801016608	\$21,161.12	\$8,003.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
26.	CEDAR LAKE PRODUCTS INC	182353801016619	\$22,017.60	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
27.	CENTURY FROZEN FOODS LLC	182353801042449	\$6,616.98	\$5,550.49	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
28.	CERCE CAPITAL LLC	182353801016645	\$16,719.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
29.	CISCO SYSTEMS, INC.	182353801018085	\$326,392.77	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
30.	COMBINE INTERNATIONAL	182353801016075	\$179,533.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
31.	CONAIR CORPORATION	182353801016136	\$64,713.13	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
32.	COOKWARE COMPANY USA LLC THE	182353801014209	\$28,367.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
33.	CORDELL, DALE	182353801042627	\$14,640.25	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
34.	COSIMINI, RUTH	182353801042632	\$10,999.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
35.	Coyote	182353801016192	\$634,592.67	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
36.	CRISTALIA ACQUISITION CORP	182353801042761	\$126,913.35	\$8,580.65	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
37.	Crown Metal Manufacturing Co	182353801042764	\$12,342.24	\$9,079.64	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
38.	CS Packaging, Inc.	182353801040099	\$65,952.23	\$29,945.71	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
39.	Daisy Manufacturing Company	182353801014256	\$6,911.63	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
40.	Dal Tile Distribution, Inc.	182353801042863	\$35,060.18	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
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Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
41.	DANKEN BLDG MATERIALS DIST INC	182353801042873	\$19,686.78	\$5,177.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
42.	Demar Logistics, Inc.	182353801040144	\$52,514.15	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
43.	DV International	182353801040162	\$28,024.14	\$7,137.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
44.	DYNASTY CARPET AND RUG CO INC	182353801015821	\$11,194.20	\$7,778.86	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
45.	E FORMELLA & SONS INC	182353801015831	\$135,636.72	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
46.	Empire Distributors	182353801042174	\$21,394.95	\$83.51	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
47.	Engineered Comfort Systems	182353801040174	\$20,414.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
48.	Engineered Comfort Systems	182353801040175	\$712.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
49.	ENTECH SALES & SERVICE INC	182353801040181	\$29,639.79	\$970.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
50.	EOS PRODUCTS LLC	182353801015984	\$15,846.12	\$6,750.91	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

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Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
51.	EXCEL BUILDING SERVICES LLC	182353801042227	\$925,443.64	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
52.	EXCEL BUILDING SERVICES LLC	182353801042226	\$750,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
53.	Exquisite Apparel Corp.	182353801042233	\$85,512.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
54.	FOLSOM SERVICES INC	182353801042304	\$64,297.56	\$12,449.39	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
55.	Fox Appliance Parts of Augusta, Inc	182353801042315	\$14,891.91	\$2,926.37	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
56.	Fragrance Acquisitions LLC	182353801042318	\$26,812.40	\$17,057.20	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
57.	FRANCISCO VEGA OTERO INC	182353801015533	\$50,724.16	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
58.	FRIEND SMITH & CO INC	182353801015564	\$50,199.29	\$29,722.93	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
59.	FULL POWER ELECTRICAL CORP.	182353801042325	\$53,309.79	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
60.	GARY MONDS	182353801015632	\$22,287.41	\$2,897.59	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Debtors' Fourteenth Omnibus Objection**  
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			Non-Opt-Out Claim Amount	Final Allowed Amount	
61.	GHANIMIAN ENTERPRISES INC	182353801015682	\$146,347.20	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
62.	GI SPORTZ DIRECT LLC	182353801015687	\$23,894.38	\$9,914.40	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
63.	GLAMOUR CORPORATION	182353801042429	\$141,698.44	\$108,539.46	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
64.	GOSSI INC	182353801014494	\$36,388.20	\$14,110.39	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
65.	Harmony Enterprises, Inc	182353801042800	\$64,785.45	\$19,347.66	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
66.	HARRIS, GARY	182353801042986	\$12,165.97	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
67.	HARTZ MOUNTAIN CORP	182353801015175	\$31,613.89	\$25,842.38	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
68.	HENDERSON, CAROL ANN	182353801040277	\$45,342.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
69.	Hershey Caribe, Inc.	182353801040282	\$10,988.90	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
70.	HG TRADING INC	182353801014533	\$8,041.42	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
71.	HIGH RIDGE BRANDS	182353801014539	\$42,094.92	\$31,388.33	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
72.	HYPARD TRADING CORP	182353801014563	\$11,249.70	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
73.	IDEILLE LABS LTD	182353801015370	\$14,349.48	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
74.	INNOCOR INC	182353801043471	\$95,714.88	\$51,306.69	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
75.	INNOVA PRODUCTS INC	182353801041907	\$6,422.00	\$1,337.30	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
76.	INTERNATIONAL PACKAGING SUPPLIES	182353801040330	\$42,984.51	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
77.	IOLANI SPORTSWEAR LTD	182353801040334	\$27,083.00	\$8,333.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
78.	ISLAND WINES & SPIRITS DISTRIBUTORS	182353801040351	\$12,373.32	\$9,290.60	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
79.	iStar Jewelry LLC	182353801040354	\$134,165.91	\$23,884.45	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
80.	Jabtec, LLC	182353801041981	\$8,302.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
81.	JAMES BEHRENS	182353801014878	\$18,100.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
82.	JASON MACLAUGHLIN OD	182353801014622	\$5,360.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
83.	JOHNSON HEALTH TECH NORTH AMERICA INC.	182353801040363	\$8,872.65	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
84.	Johnston, Phillipa L	182353801013674	\$17,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
85.	JUMP DESIGN GROUP INC	182353801014971	\$206,692.00	\$127,216.86	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
86.	KATHY KAYE FOODS LLC	182353801015013	\$28,325.28	\$8,263.01	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
87.	KID GALAXY INC	182353801042087	\$269,414.88	\$35,155.60	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
88.	KOMELON USA CORP	182353801040392	\$23,729.52	\$4,213.92	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
89.	LANCO MANUFACTURING CORPORATION	182353801015544	\$32,821.99	\$11,538.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
90.	LIMBACH COMPANY LLC	182353801041571	\$63,338.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
91.	LVMH Fragrance Brands	182353801014815	\$21,313.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
92.	MAJESTIQUE CORPORATION	182353801043474	\$20,725.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
93.	MAREY HEATER CORP	182353801019072	\$92,466.84	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
94.	MAYHEW STEEL PRODUCTS INC	182353801019161	\$5,308.74	\$4,734.56	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
95.	MEAD JOHNSON NUTRITION INC PR	182353801040480	\$85,739.84	\$12,419.03	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
96.	MEASUREMENT LIMITED INC	182353801019175	\$57,162.51	\$2,329.48	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
97.	MEIER SUPPLY CO INC	182353801041718	\$9,868.46	\$4,799.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
98.	MENDEZ & CO INC	182353801041723	\$151,080.19	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
99.	MENS FASHION CORPORATION	182353801019218	\$61,895.60	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
100.	METRO PLUMBING	182353801041733	\$6,132.53	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
101.	MICHAEL A SIMMONDS CO	182353801041742	\$29,813.00	\$1,538.25	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
102.	MID PACIFIC DISTRIBUTORS, INC.	182353801041751	\$8,779.20	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
103.	MIKEN SALES INC	182353801019277	\$57,599.00	\$4,173.46	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
104.	MILBERG FACTORS INC	182353801019279	\$104,360.84	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
105.	MJC INTERNATIONAL GROUP LLC	182353801019326	\$297,214.00	\$135,526.15	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
106.	Montage INT IMP INC	182353801041781	\$15,606.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
107.	MORTON SALT INC	182353801019368	\$21,484.26	\$13,527.84	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
108.	MR SOLUTIONS INC	182353801019385	\$38,526.00	\$1,440.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
109.	MSM Outdoor LLC	182353801019389	\$21,445.40	\$771.53	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
110.	N G HEIMOS GREENHOUSES INC	182353801019410	\$104,526.23	\$4,699.71	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
111.	Nalco Company LLC	182353801040512	\$67,612.44	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
112.	NATI LLC	182353801019427	\$12,133.56	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
113.	NEILMED PHARMACEUTICALS INC	182353801019461	\$4,838.88	\$4,256.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
114.	NEUCO INC	182353801041947	\$81,713.58	\$61,245.82	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
115.	NEW PORT SALES INC	182353801041957	\$13,035.18	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
116.	NOVA WILDCAT BULLDOG LLC	182353801019537	\$71,752.21	\$29,372.65	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
117.	OLD WORLD INDUSTRIES LLC	182353801019590	\$33,119.47	\$21,655.34	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
118.	OLDE THOMPSON	182353801019591	\$5,031.70	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
119.	OLLA BEAUTY SUPPLY INC DC & JIT	182353801019600	\$49,057.13	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
120.	PACIFIC WORLD CORP	182353801043398	\$116,806.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
121.	PEPSI COLA BOTTLING CO GUAM	182353801040570	\$112,821.99	\$46,332.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
122.	PEPSICO CARIBBEAN INC	182353801040576	\$143,579.04	\$22,283.25	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
123.	Perrigo Company	182353801040583	\$20,368.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
124.	PHELPS INDUSTRIES LLC	182353801019798	\$100,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
125.	PINNACLE EXPRESS INC.	182353801041364	\$8,739.52	\$6,040.52	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
126.	PLAYMONSTER LLC	182353801019834	\$75,286.18	\$25,108.19	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
127.	PNY TECHNOLOGIES INC	182353801019844	\$27,506.33	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
128.	PRESSMAN TOY CORP	182353801019889	\$32,415.40	\$19,750.66	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
129.	Prestige Maintenance USA LTD	182353801040590	\$82,831.10	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
130.	PRESTO PRODUCTS COMPANY	182353801019890	\$50,530.26	\$18,700.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
131.	PRINCE OF PEACE ENTERPRISES INC	182353801019909	\$12,946.08	\$3,362.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
132.	PRIZER PAINTER STOVE WORKS	182353801040598	\$98,356.57	\$61,321.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
133.	Promociones Coqui	182353801041403	\$15,369.00	\$12,807.50	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
134.	PRS on Time Distributors, LLC	182353801041416	\$9,091.37	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
135.	PUERTO RICO SUPPLIES GROUP	182353801019951	\$196,578.73	\$101,625.26	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
136.	Quest Resource Management Group, LLC	182353801040621	\$28,257.09	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
137.	R2P GROUP INC	182353801020009	\$421,463.96	\$119,939.85	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
138.	RANDA ACCESSORIES LEATHER GOODS LLC	182353801020025	\$18,880.45	\$3,261.57	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
139.	RANIR LLC	182353801020037	\$24,362.64	\$16,924.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
140.	REGAL MANUFACTURING COMPANY	182353801041512	\$29,279.62	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
141.	Residential Builders Association (RBA)	182353801040643	\$8,500.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
142.	REYNOLDS CONSUMER PRODUCTS INC	182353801018616	\$77,774.35	\$5,488.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
143.	RIDGE TOOL COMPANY	182353801018649	\$7,680.00	\$6,769.80	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
144.	ROSENTHAL & ROSENTHAL	182353801020071	\$278,042.86	\$27,340.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
145.	Salesmaster Corporation	182353801043444	\$22,182.35	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
146.	SDC DESIGNS LLC	182353801020260	\$151,857.85	\$132,504.54	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
147.	Southwest Sign Group, Inc.	182353801041184	\$371,576.16	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
148.	Stabella Inc	182353801041207	\$18,194.73	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
149.	STORK CRAFT MFG USA INC	182353801019011	\$15,925.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
150.	STORK CRAFT MFG USA INC	182353801019012	\$12,894.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
151.	Studio Eluceo Ltd	182353801039869	\$31,348.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
152.	SUIZA DAIRY	182353801020490	\$28,352.99	\$24,212.67	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
153.	SUNJOY GROUP INTERNATIONAL PTE LTD	182353801013893	\$14,092.56	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
154.	SUNNY DISTRIBUTOR INC	182353801020517	\$6,412.37	\$5,479.10	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
155.	SUNSHINE MILLS INC	182353801020524	\$196,625.10	\$156,333.08	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
156.	SWB LDG	182353801041251	\$100,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
157.	Synergetic Staffing, LLC	182353801047332	\$112,247.67	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
158.	TANYA CREATIONS LLC	182353801020586	\$184,906.90	\$60,450.98	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
159.	The Core Organization	182353801041288	\$282,795.99	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
160.	The Marfo Company	182353801041295	\$15,043.57	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
161.	The Nature's Bounty Co. (USA)	182353801041297	\$101,857.72	\$30,051.84	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
162.	Tobey-Karg Service Agency, Inc.	182353801040814	\$93,248.59	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
163.	Top Apex Enterprises, Ltd	182353801013866	\$5,799.24	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
164.	U.S. Alliance, Corp.	182353801018177	\$63,441.41	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
165.	Unique Home Designs, Inc.	182353801040846	\$6,106.31	\$3,902.14	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
166.	WELCOME INDUSTRIAL CORP	182353801021190	\$133,379.11	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
167.	Westport Corporation	182353801041028	\$160,923.39	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
168.	Westport Corporation	182353801021232	\$156,769.08	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
169.	WICKED AUDIO INC	182353801021266	\$111,840.00	\$6,284.50	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
170.	Wow Gear LLC	182353801021342	\$32,043.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Debtors' Fourteenth Omnibus Objection**  
**Exhibit 1 - Reduced Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
171.	YPM, Inc.	182353801041095	\$1,330,797.83	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Exhibit B**

**Claims Hearing Procedures**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	X
In re	:
SEARS HOLDINGS CORPORATION, <i>et al.</i>	Chapter 11
Debtors. <sup>1</sup>	Case No. 18-23538 (RDD)
	(Jointly Administered)
	:
	X

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**COURT-ORDERED CLAIMS HEARING PROCEDURES**

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

**Claims Hearing Procedures**

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)<sup>2</sup> is properly filed and served.
3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
  - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
  - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as **Exhibit 2** (a “**Notice of Merits Hearing**”) at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.

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<sup>2</sup> Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT

Hearing Date and Time: April 29, 2020 at 10:00 a.m. (Eastern Time)  
Response Deadline: April 3, 2020 at 4:00 p.m. (Eastern Time)

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh

*Attorneys for Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----  
**In re** : **CHAPTER 11**  
:  
**SEARS HOLDINGS CORPORATION, et al.,** : **Case No. 18-23538 (RDD)**  
:  
**Debtors.<sup>1</sup>** : **(Jointly Administered)**  
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x

**DEBTORS' FOURTEENTH OMNIBUS OBJECTION TO  
BALLOTS (NO LIABILITY BALLOTS)**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR - Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**THIS OBJECTION SEEKS TO REDUCE CERTAIN FILED BALLOTS. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND BALLOTS ON THE EXHIBIT ATTACHED TO THIS OBJECTION.**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT  
DEBTORS' COUNSEL, NEECKAUN IRANI, ESQ., AT (650) 802 3019.**

TO THE HONORABLE ROBERT D. DRAIN,  
UNITED STATES BANKRUPTCY JUDGE:

Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), respectfully represent as follows in support of this omnibus objection (the “**Objection**”):

**Background**

1. Beginning on October 15, 2018 (the “**Commencement Date**”) and continuing thereafter, each of the Debtors commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 24, 2018, the United States Trustee for Region 2 appointed an official committee of unsecured creditors (the “**Creditors’ Committee**”). No trustee or examiner has been appointed in these chapter 11 cases.

3. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

4. On February 8, 2019, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of*

*the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts, and Leases in Connection Therewith and (IV) Granting Related Relief* (ECF No. 2507), pursuant to which the Debtors sold substantially all their assets to Transform Holdco LLC.

5. On September 13, 2019, the Debtors filed the *Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and Its Affiliated Debtors* (ECF No. 5139), which was confirmed by order entered on October 15, 2019 (ECF No. 5370) (the “**Confirmation Order**”).

### **Jurisdiction**

6. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Relief Requested**

7. The Debtors file this Objection pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, seeking entry of an order reducing and allowing certain administrative consent claim ballots listed on **Exhibit A** annexed hereto (the “**No Liability Ballots**”) that were submitted as part of the Administrative Expense Claims Consent Program (as defined in the Confirmation Order).<sup>2</sup>

8. The Debtors have examined each No Liability Ballot, all documentation provided with respect to each No Liability Ballot, and the Debtors’ respective books and records,

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<sup>2</sup> Prior to filing this Objection, and in an attempt to consensually reconcile the Ballots in accordance with the Administrative Expense Claims Consent Program, the Debtors reached out to each of the Claimants listed on Exhibit A using the contact information provided on the applicable Ballot. The Debtors did not receive a response from the Claimants.

and have determined in each case the No Liability Ballots assert claims against the Debtors, for which the Debtors have no liability. Each of the No Liability Ballots should be reduced and allowed in accordance with Exhibit A on the basis that the Debtors' books and records do not indicate liability for the amount set forth on the Ballot, and Debtors believe claimant only holds a valid administrative expense claim for the amount set forth on Exhibit A.

9. The Debtors, therefore, request that the No Liability Ballots be reduced and allowed to the extent set forth on Exhibit A. A proposed form of order granting the relief requested herein is annexed hereto as Exhibit B (the "Proposed Order").

**The No Liability Ballots Should Be Disallowed**

10. A claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). Upon an objection, the claimant has the burden to demonstrate the validity of the claim. *See Residential Capital, LLC*, 2016 WL 796860, at \*9 (S.D.N.Y. 2016); *In re Arcapita Bank B.S.C.(c)*, 2013 WL 6141616, at \*1 (Bankr. S.D.N.Y. 2013), *aff'd sub nom. In re Arcapita Bank B.S.C.(c)*, 508 B.R. 814 (S.D.N.Y. 2014); *In re Motors Liquidation Co.*, 2012 WL 1886755, at \*3 (S.D.N.Y. 2012); *In re Oneida, Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009), *aff'd*, No. 09 Civ. 2229 (DC), 2010 WL 234827, at \*5 (S.D.N.Y. Jan. 22, 2010).

11. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that "such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b)(1). Further, Bankruptcy Rule 3007(d) permits a debtor to file objections to more than one claim on the basis that, among other things, such claims "have been amended by subsequently filed proofs of claim." Fed. R. Bankr. P. 3007(d)(3).

12. As set forth above, the No Liability Ballots assert recovery for amounts for which the Debtors are not liable, and such claims are routinely disallowed and expunged. *See, e.g.*,

*In re RDA Holding Co.*, Case No. 13-22233 (RDD) (Sep. 18, 2013) (ECF No. 699) (ECF No. 10331) (disallowing and expunging entirely No Liability Ballots); *In re The Great Atl. & Pac. Tea Co., Inc.*, Case No. 15-23007 (RDD) (Aug. 26, 2016) (ECF No. 3132) (same); *In re Tops Holding II Corp.*, Case No. 18-22279 (RDD) (Apr. 26, 2019) (ECF No. 911) (same). Further, this Bankruptcy Court routinely disallows and expunges claims for which no supporting documentation has been submitted by the claimant. *See, e.g., In re Breitburn Energy Partners LP*, Case No. 16-11390 (SMB) (Apr. 11, 2017) (ECF No. 1164) (disallowing and expunging claims without sufficient documentation); *In re Chassix Holdings, Inc.*, Case No. 15-10578 (MEW) (Apr. 21, 2016) (ECF No. 478) (same).

13. The Debtors have reviewed the No Liability Ballots, all documents furnished by the claimants with respect to the No Liability Ballots, and the Debtors' books and records, and have determined that each No Liability Ballot, asserts a claim for which the Debtors have no liability.

14. Therefore, the Debtors are not liable for the No Liability Ballots. To ensure that the claims register is accurate, and to avoid the possibility of improper recovery against the Debtors' estates, the Debtors request that the Court reduce and allow the No Liability Ballots as set forth in Exhibit A.

#### **Reservation of Rights**

15. The Debtors hereby reserve the right to object, as applicable, in the future to any No Liability Ballot subject to this Objection on any ground, and to amend, modify, or supplement this Objection to the extent an objection to a No Liability Ballot is not granted. A separate notice and hearing will be scheduled for any such objection.

**Notice**

16. Notice of this Objection has been provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”). The Debtors respectfully submit that no further notice is required.

17. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as is just.

Dated: March 13, 2020  
New York, New York

*/s/ Garrett A. Fail*  
\_\_\_\_\_  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

*Attorneys for Debtors  
and Reorganized Debtors*

**Exhibit A**

**No Liability Ballots**

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
1.	A. Gareleck & Sons, Inc.	182353801042659	\$16,037.36	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
2.	Acustrip Company	182353801043194	\$732.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
3.	A-POWER CORPORATION	182353801017193	\$42,150.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
4.	AIRECO SUPPLY INC	182353801042735	\$10,322.00	\$4,704.63	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
5.	AJ Manufacturing Co Inc	182353801042738	\$21,235.44	\$1,234.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
6.	All American Building Products	182353801042749	\$14,647.75	\$3,751.18	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
7.	Almo Distributing New York, Inc	182353801043220	\$64,229.00	\$35,139.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
8.	AMERICAN DE ROSA LAMPARTS LLC	182353801017288	\$60,075.94	\$2,342.04	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
9.	ANTILLAS SHOE CORP	182353801016716	\$38,478.79	\$33,546.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
10.	ARCHWAY INC	182353801043250	\$45,950.07	\$12,358.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
11.	Armacost Trane Service Company	182353801043264	\$6,732.29	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
12.	ASPAC DISTRIBUTORS	182353801039944	\$11,509.59	\$5,949.97	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
13.	ATKINS KROLL INC	182353801042881	\$25,120.00	\$5,162.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
14.	ATTENDS HEALTHCARE PRODUCTS INC	182353801014021	\$17,488.00	\$15,264.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
15.	AUTHENTIC WAREHOUSE LLC	182353801016821	\$14,305.59	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
16.	Avery Products Corp	182353801016829	\$6,195.30	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
17.	BALLESTER HERMANOS INC	182353801042828	\$74,882.18	\$56,208.98	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
18.	BASIC FUN INC	182353801014034	\$36,363.84	\$2,624.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
19.	BIOFILM INC	182353801014077	\$11,599.20	\$5,769.12	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
20.	BISCAYNE CONSTRUCTION CO., INC	182353801039980	\$94,429.75	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
21.	BODY SOLID	182353801016413	\$17,835.73	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
22.	BRIGHT STAR MANUFACTURING CO	182353801043309	\$15,678.00	\$804.89	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
23.	Buxton Acquisition Co., LLC	182353801016506	\$84,314.30	\$66,570.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
24.	CALERES INC	182353801016536	\$115,364.30	\$89,888.52	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
25.	CCP NEWCO LLC	182353801016608	\$21,161.12	\$8,003.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
26.	CEDAR LAKE PRODUCTS INC	182353801016619	\$22,017.60	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
27.	CENTURY FROZEN FOODS LLC	182353801042449	\$6,616.98	\$5,550.49	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
28.	CERCE CAPITAL LLC	182353801016645	\$16,719.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
29.	CISCO SYSTEMS, INC.	182353801018085	\$326,392.77	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
30.	COMBINE INTERNATIONAL	182353801016075	\$179,533.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
31.	CONAIR CORPORATION	182353801016136	\$64,713.13	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
32.	COOKWARE COMPANY USA LLC THE	182353801014209	\$28,367.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
33.	CORDELL, DALE	182353801042627	\$14,640.25	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
34.	COSIMINI, RUTH	182353801042632	\$10,999.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
35.	Coyote	182353801016192	\$634,592.67	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
36.	CRISTALIA ACQUISITION CORP	182353801042761	\$126,913.35	\$8,580.65	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
37.	Crown Metal Manufacturing Co	182353801042764	\$12,342.24	\$9,079.64	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
38.	CS Packaging, Inc.	182353801040099	\$65,952.23	\$29,945.71	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
39.	Daisy Manufacturing Company	182353801014256	\$6,911.63	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
40.	Dal Tile Distribution, Inc.	182353801042863	\$35,060.18	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
41.	DANKEN BLDG MATERIALS DIST INC	182353801042873	\$19,686.78	\$5,177.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
42.	Demar Logistics, Inc.	182353801040144	\$52,514.15	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
43.	DV International	182353801040162	\$28,024.14	\$7,137.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
44.	DYNASTY CARPET AND RUG CO INC	182353801015821	\$11,194.20	\$7,778.86	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
45.	E FORMELLA & SONS INC	182353801015831	\$135,636.72	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
46.	Empire Distributors	182353801042174	\$21,394.95	\$83.51	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
47.	Engineered Comfort Systems	182353801040174	\$20,414.98	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
48.	Engineered Comfort Systems	182353801040175	\$712.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
49.	ENTECH SALES & SERVICE INC	182353801040181	\$29,639.79	\$970.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
50.	EOS PRODUCTS LLC	182353801015984	\$15,846.12	\$6,750.91	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
51.	EXCEL BUILDING SERVICES LLC	182353801042227	\$925,443.64	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
52.	EXCEL BUILDING SERVICES LLC	182353801042226	\$750,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
53.	Exquisite Apparel Corp.	182353801042233	\$85,512.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
54.	FOLSOM SERVICES INC	182353801042304	\$64,297.56	\$12,449.39	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
55.	Fox Appliance Parts of Augusta, Inc	182353801042315	\$14,891.91	\$2,926.37	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
56.	Fragrance Acquisitions LLC	182353801042318	\$26,812.40	\$17,057.20	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
57.	FRANCISCO VEGA OTERO INC	182353801015533	\$50,724.16	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
58.	FRIEND SMITH & CO INC	182353801015564	\$50,199.29	\$29,722.93	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
59.	FULL POWER ELECTRICAL CORP.	182353801042325	\$53,309.79	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
60.	GARY MONDS	182353801015632	\$22,287.41	\$2,897.59	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Debtors' Fourteenth Omnibus Objection**  
**Exhibit 1 - Reduced Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
61.	GHANIMIAN ENTERPRISES INC	182353801015682	\$146,347.20	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
62.	GI SPORTZ DIRECT LLC	182353801015687	\$23,894.38	\$9,914.40	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
63.	GLAMOUR CORPORATION	182353801042429	\$141,698.44	\$108,539.46	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
64.	GOSSI INC	182353801014494	\$36,388.20	\$14,110.39	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
65.	Harmony Enterprises, Inc	182353801042800	\$64,785.45	\$19,347.66	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
66.	HARRIS, GARY	182353801042986	\$12,165.97	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
67.	HARTZ MOUNTAIN CORP	182353801015175	\$31,613.89	\$25,842.38	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
68.	HENDERSON, CAROL ANN	182353801040277	\$45,342.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
69.	Hershey Caribe, Inc.	182353801040282	\$10,988.90	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
70.	HG TRADING INC	182353801014533	\$8,041.42	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
71.	HIGH RIDGE BRANDS	182353801014539	\$42,094.92	\$31,388.33	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
72.	HYPARD TRADING CORP	182353801014563	\$11,249.70	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
73.	IDEILLE LABS LTD	182353801015370	\$14,349.48	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
74.	INNOCOR INC	182353801043471	\$95,714.88	\$51,306.69	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
75.	INNOVA PRODUCTS INC	182353801041907	\$6,422.00	\$1,337.30	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
76.	INTERNATIONAL PACKAGING SUPPLIES	182353801040330	\$42,984.51	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
77.	IOLANI SPORTSWEAR LTD	182353801040334	\$27,083.00	\$8,333.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
78.	ISLAND WINES & SPIRITS DISTRIBUTORS	182353801040351	\$12,373.32	\$9,290.60	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
79.	iStar Jewelry LLC	182353801040354	\$134,165.91	\$23,884.45	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
80.	Jabtec, LLC	182353801041981	\$8,302.50	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
81.	JAMES BEHRENS	182353801014878	\$18,100.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
82.	JASON MACLAUGHLIN OD	182353801014622	\$5,360.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
83.	JOHNSON HEALTH TECH NORTH AMERICA INC.	182353801040363	\$8,872.65	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
84.	Johnston, Phillipa L	182353801013674	\$17,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
85.	JUMP DESIGN GROUP INC	182353801014971	\$206,692.00	\$127,216.86	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
86.	KATHY KAYE FOODS LLC	182353801015013	\$28,325.28	\$8,263.01	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
87.	KID GALAXY INC	182353801042087	\$269,414.88	\$35,155.60	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
88.	KOMELON USA CORP	182353801040392	\$23,729.52	\$4,213.92	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
89.	LANCO MANUFACTURING CORPORATION	182353801015544	\$32,821.99	\$11,538.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
90.	LIMBACH COMPANY LLC	182353801041571	\$63,338.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
91.	LVMH Fragrance Brands	182353801014815	\$21,313.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
92.	MAJESTIQUE CORPORATION	182353801043474	\$20,725.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
93.	MAREY HEATER CORP	182353801019072	\$92,466.84	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
94.	MAYHEW STEEL PRODUCTS INC	182353801019161	\$5,308.74	\$4,734.56	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
95.	MEAD JOHNSON NUTRITION INC PR	182353801040480	\$85,739.84	\$12,419.03	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
96.	MEASUREMENT LIMITED INC	182353801019175	\$57,162.51	\$2,329.48	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
97.	MEIER SUPPLY CO INC	182353801041718	\$9,868.46	\$4,799.24	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
98.	MENDEZ & CO INC	182353801041723	\$151,080.19	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
99.	MENS FASHION CORPORATION	182353801019218	\$61,895.60	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
100.	METRO PLUMBING	182353801041733	\$6,132.53	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
101.	MICHAEL A SIMMONDS CO	182353801041742	\$29,813.00	\$1,538.25	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
102.	MID PACIFIC DISTRIBUTORS, INC.	182353801041751	\$8,779.20	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
103.	MIKEN SALES INC	182353801019277	\$57,599.00	\$4,173.46	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
104.	MILBERG FACTORS INC	182353801019279	\$104,360.84	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
105.	MJC INTERNATIONAL GROUP LLC	182353801019326	\$297,214.00	\$135,526.15	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
106.	Montage INT IMP INC	182353801041781	\$15,606.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
107.	MORTON SALT INC	182353801019368	\$21,484.26	\$13,527.84	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
108.	MR SOLUTIONS INC	182353801019385	\$38,526.00	\$1,440.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
109.	MSM Outdoor LLC	182353801019389	\$21,445.40	\$771.53	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
110.	N G HEIMOS GREENHOUSES INC	182353801019410	\$104,526.23	\$4,699.71	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
111.	Nalco Company LLC	182353801040512	\$67,612.44	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
112.	NATI LLC	182353801019427	\$12,133.56	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
113.	NEILMED PHARMACEUTICALS INC	182353801019461	\$4,838.88	\$4,256.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
114.	NEUCO INC	182353801041947	\$81,713.58	\$61,245.82	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
115.	NEW PORT SALES INC	182353801041957	\$13,035.18	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
116.	NOVA WILDCAT BULLDOG LLC	182353801019537	\$71,752.21	\$29,372.65	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
117.	OLD WORLD INDUSTRIES LLC	182353801019590	\$33,119.47	\$21,655.34	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
118.	OLDE THOMPSON	182353801019591	\$5,031.70	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
119.	OLLA BEAUTY SUPPLY INC DC & JIT	182353801019600	\$49,057.13	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
120.	PACIFIC WORLD CORP	182353801043398	\$116,806.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
121.	PEPSI COLA BOTTLING CO GUAM	182353801040570	\$112,821.99	\$46,332.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
122.	PEPSICO CARIBBEAN INC	182353801040576	\$143,579.04	\$22,283.25	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
123.	Perrigo Company	182353801040583	\$20,368.80	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
124.	PHELPS INDUSTRIES LLC	182353801019798	\$100,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
125.	PINNACLE EXPRESS INC.	182353801041364	\$8,739.52	\$6,040.52	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
126.	PLAYMONSTER LLC	182353801019834	\$75,286.18	\$25,108.19	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
127.	PNY TECHNOLOGIES INC	182353801019844	\$27,506.33	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
128.	PRESSMAN TOY CORP	182353801019889	\$32,415.40	\$19,750.66	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
129.	Prestige Maintenance USA LTD	182353801040590	\$82,831.10	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
130.	PRESTO PRODUCTS COMPANY	182353801019890	\$50,530.26	\$18,700.55	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
131.	PRINCE OF PEACE ENTERPRISES INC	182353801019909	\$12,946.08	\$3,362.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
132.	PRIZER PAINTER STOVE WORKS	182353801040598	\$98,356.57	\$61,321.83	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
133.	Promociones Coqui	182353801041403	\$15,369.00	\$12,807.50	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
134.	PRS on Time Distributors, LLC	182353801041416	\$9,091.37	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
135.	PUERTO RICO SUPPLIES GROUP	182353801019951	\$196,578.73	\$101,625.26	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
136.	Quest Resource Management Group, LLC	182353801040621	\$28,257.09	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
137.	R2P GROUP INC	182353801020009	\$421,463.96	\$119,939.85	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
138.	RANDA ACCESSORIES LEATHER GOODS LLC	182353801020025	\$18,880.45	\$3,261.57	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
139.	RANIR LLC	182353801020037	\$24,362.64	\$16,924.32	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
140.	REGAL MANUFACTURING COMPANY	182353801041512	\$29,279.62	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
141.	Residential Builders Association (RBA)	182353801040643	\$8,500.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
142.	REYNOLDS CONSUMER PRODUCTS INC	182353801018616	\$77,774.35	\$5,488.16	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
143.	RIDGE TOOL COMPANY	182353801018649	\$7,680.00	\$6,769.80	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
144.	ROSENTHAL & ROSENTHAL	182353801020071	\$278,042.86	\$27,340.72	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
145.	Salesmaster Corporation	182353801043444	\$22,182.35	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
146.	SDC DESIGNS LLC	182353801020260	\$151,857.85	\$132,504.54	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
147.	Southwest Sign Group, Inc.	182353801041184	\$371,576.16	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
148.	Stabella Inc	182353801041207	\$18,194.73	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
149.	STORK CRAFT MFG USA INC	182353801019011	\$15,925.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
150.	STORK CRAFT MFG USA INC	182353801019012	\$12,894.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

Debtors' Fourteenth Omnibus Objection  
Exhibit 1 - Reduced Claims

In re: Sears Holdings Corporation, et al.  
Case No. 18-23538 (RDD)

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
151.	Studio Eluceo Ltd	182353801039869	\$31,348.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
152.	SUIZA DAIRY	182353801020490	\$28,352.99	\$24,212.67	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
153.	SUNJOY GROUP INTERNATIONAL PTE LTD	182353801013893	\$14,092.56	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
154.	SUNNY DISTRIBUTOR INC	182353801020517	\$6,412.37	\$5,479.10	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
155.	SUNSHINE MILLS INC	182353801020524	\$196,625.10	\$156,333.08	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
156.	SWB LDG	182353801041251	\$100,000.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
157.	Synergetic Staffing, LLC	182353801047332	\$112,247.67	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
158.	TANYA CREATIONS LLC	182353801020586	\$184,906.90	\$60,450.98	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
159.	The Core Organization	182353801041288	\$282,795.99	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
160.	The Marfo Company	182353801041295	\$15,043.57	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Debtors' Fourteenth Omnibus Objection**  
**Exhibit 1 - Reduced Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Claims to be Reduced*		Reason for Proposed Reduction
			Non-Opt-Out Claim Amount	Final Allowed Amount	
161.	The Nature's Bounty Co. (USA)	182353801041297	\$101,857.72	\$30,051.84	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
162.	Tobey-Karg Service Agency, Inc.	182353801040814	\$93,248.59	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
163.	Top Apex Enterprises, Ltd	182353801013866	\$5,799.24	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
164.	U.S. Alliance, Corp.	182353801018177	\$63,441.41	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
165.	Unique Home Designs, Inc.	182353801040846	\$6,106.31	\$3,902.14	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
166.	WELCOME INDUSTRIAL CORP	182353801021190	\$133,379.11	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
167.	Westport Corporation	182353801041028	\$160,923.39	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
168.	Westport Corporation	182353801021232	\$156,769.08	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
169.	WICKED AUDIO INC	182353801021266	\$111,840.00	\$6,284.50	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount
170.	Wow Gear LLC	182353801021342	\$32,043.00	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Debtors' Fourteenth Omnibus Objection**  
**Exhibit 1 - Reduced Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Claims to be Reduced*					
Ref #	Name of Claimant	Non-Opt-Out Ballot ID	Non-Opt-Out Claim Amount	Final Allowed Amount	Reason for Proposed Reduction
171.	YPM, Inc.	182353801041095	\$1,330,797.83	\$0.00	The Debtors' books and records do not indicate liability for the Claim Amount, and Debtors believe claimant only holds a valid administrative expense claim for the Final Allowed Amount

**Exhibit B**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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<b>In re</b>	<b>:</b>	<b>CHAPTER 11</b>
	<b>:</b>	
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>:</b>	<b>Case No. 18-23538 (RDD)</b>
	<b>:</b>	
<b>Debtors.<sup>1</sup></b>	<b>:</b>	<b>(Jointly Administered)</b>

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**ORDER GRANTING DEBTORS' FOURTEENTH  
OMNIBUS OBJECTION TO BALLOTS  
(NO LIABILITY BALLOTS)**

Upon the *Debtors' Fourteenth Omnibus Objection to Ballots (No Liability Ballots)*, filed March 13, 2020 (the “**Objection**”),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to section 502 under title 11 of the United States Code (the “**Bankruptcy Code**”), and Rule 3007 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), for an order (i) reducing and allowing the No Liability Ballots (as defined below), and (ii) granting

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

<sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

related relief, all as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Court having held a hearing to consider the relief requested in the Objection on April 29, 2020 (the “**Hearing**”); and upon the record of the Hearing, and upon all of the proceedings had before the Court; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT**

1. The Objection is granted to the extent set forth herein.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each ballot listed on **Exhibit 1** (the “**No Liability Ballots**”) is reduced and allowed in the amount set forth on Exhibit 1.
3. Each Ballot shall be allowed in the amount set forth under the column “*Final Allowed Amount*” on Exhibit A as a Non Opt-Out Settled Admin Claim pursuant to Confirmation Order and the recovery of such claims shall be capped at 80% of the allowed amount.

4. Each Ballot on Exhibit 1 that lists \$0.00 under the column “*Final Allowed Amount*” shall be disallowed and expunged in its entirety.

5. This Order shall not be deemed to waive, impair, release, or effect on any claims, causes of action the Debtors may hold against the Claimants, including but not limited to, claims under chapter 5 of the Bankruptcy Code, and all claims and causes of action against such Claimants shall be expressly preserved.

6. The Debtors, the Debtors’ claims and noticing agent, Prime Clerk, and the Clerk of this Court are authorized to take all actions necessary or appropriate to give effect to this Order.

7. Nothing in this Order or in the Objection (i) constitutes any finding or determination concerning the identification of the agreements that were assumed and assigned to Transform Holdco LLC or any of its affiliates (collectively, “**Transform**”) or the liabilities, if any, associated therewith, or (ii) imposes any obligation on Transform to satisfy any of the No Liability Ballots listed on Exhibit 1 hereto, as to which all of Transform’s rights and defenses are expressly reserved.

8. The terms and conditions of this Order are effective immediately upon entry.

Dated: \_\_\_\_\_, 2020  
White Plains, New York

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**No Liability Ballots**